

**ITEL**

September 25, 1986

RECORDATION NO. 10033

Filed & Recorded

SEP 30 1986 2-50 PM

INTERSTATE COMMERCE COMMISSION

**Itel Rail Corporation**

55 Francisco Street  
San Francisco, California 94133  
(415) 984-4000

Honorable Noretta R. McGee, Secretary  
Interstate Commerce Commission  
Washington, DC 20423

**Re: Amendment No. 4 to the October 26, 1978 Lease Between Itel Corporation,  
Rail-Intermodal Division, and New Orleans Public Belt Railroad Company**

Dear Ms. McGee:

On behalf of Itel Rail Corporation, the above instrument, in four (4) counterparts, is hereby submitted for filing and recording pursuant to 49 USC §11303(a), along with a check in the amount of \$10 covering the recordation fee.

Please record this Amendment under the Lease Agreement dated October 26, 1978 between Itel Corporation, Rail-Intermodal Division, and the City of New Orleans, appearing through the Public Belt Railroad Commission, d.b.a. New Orleans Public Belt Railroad Company, which was filed with the ICC on January 19, 1979 and given Recordation No. 10033.

The names and addresses of the parties to the aforementioned Amendment are listed below:

Itel Rail Corporation (Lessor)  
55 Francisco Street  
San Francisco, California 94133

New Orleans Public Belt Railroad Company (Lessee)  
1247 International Trade Mart Building  
P.O. Box 51658  
New Orleans, Louisiana 70151

The Amendment provides for the termination of twenty-five (25) 70-ton, flush deck flatcars, whose reporting marks are identified in Exhibit B thereto and for the replacement of Equipment Schedule No. 1.A. and 2.A. with Equipment Schedule Nos. 1.B. and 2.B., respectively.

Once filed, please return to the bearer the stamped counterparts not required for filing purposes together with the fee receipt and a letter from the ICC acknowledging this filing.

Very truly yours,

Josie Villaflores  
Legal Assistant

cc: Robert S. Clark  
J. Michael Kelly  
Ginny Hanger

6-273A612

No.

Date SEP 29 1986

Fee \$ 10.00

ICC Washington, D.C.

FOR OPERATING UNIT

SEP 30 2 41 PM '86

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10033-H  
07/22/86

RECORDATION NO. 10033-H Filed & Recorded

SEP 30 1986 2- 5 0 PM

AMENDMENT NO. 4

INTERSTATE COMMERCE COMMISSION

THIS AMENDMENT NO. 4 (the "Amendment") to that certain Lease Agreement made as of October 26, 1978, as amended, (the "Agreement") between Itel Corporation, Rail-Intermodal Division and The City of New Orleans, appearing through the Public Belt Railroad Commission for the City of New Orleans, doing business as **NEW ORLEANS PUBLIC BELT RAILROAD** ("Lessee") is made this 24th day of September, 1986 between **ITEL RAIL CORPORATION**, as successor in interest to Itel Corporation, Rail-Intermodal Division, ("Itel Rail") and Lessee.

**R E C I T A L S:**


- A. Itel Rail and Lessee are parties to the Agreement pursuant to which two hundred forty-five (245) flatcars bearing reporting marks from within the series NOPB 101000-101299 (the "Cars") have been leased by Itel Rail to Lessee.
- B. Pursuant to Amendment No. 2 dated June 18, 1982 to the Agreement ("Amendment No. 2"), Lessee has appointed Itel Rail as its agent to enter into a sublease agreement ("Sublease") dated May 14, 1982 with The Atchison, Topeka and Santa Fe Railway Company ("ATSF") for a period of time and, pursuant to the Sublease, the Cars were remarked as set forth on Exhibit A attached to the Agreement.
- C. Itel Rail and Lessee desire to terminate twenty-five (25) Cars from the Agreement.

**NOW, THEREFORE**, in consideration of the premises and mutual agreements herein contained, the parties agree to amend the Agreement as follows:

- 1. All terms defined in the Agreement shall have the meanings defined therein when used in this Amendment.
- 2. The twenty-five (25) Cars listed on Exhibit B attached hereto are terminated from the Agreement effective as of the dates listed for each Car on Exhibit B.
- 3. Equipment Schedules No. 1.A. and No. 2.A. to the Agreement are hereby respectively replaced in their entirety by Equipment Schedules No. 1.B. and No. 2.B. attached hereto. All references to Equipment Schedule No. 1.A. in the Agreement shall be deemed to refer to Equipment Schedule No. 1.B. and all references to Equipment Schedule No. 2.A. in the Agreement shall be deemed to refer to Equipment Schedule No. 2.B.

4. Except as expressly modified by this Amendment, all terms and provisions of the Agreement shall remain in full force and effect.
5. This Amendment may be executed by the parties hereto in any number of counterparts and all said counterparts taken together shall be deemed to constitute one and the same instrument.

**ITEL RAIL CORPORATION**

By:   
Title: President  
Date: 9/24/86

**NEW ORLEANS PUBLIC BELT  
RAILROAD**


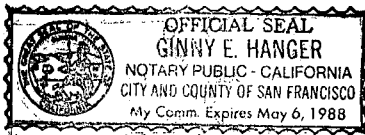
By:   
Title: Gen. Mgr.  
Date: 8/25/86

EXHIBIT B

<u>Original NOPB Reporting Marks</u>	<u>SFLC Sublease Reporting Marks</u>	<u>Date Terminated From Agreement</u>
NOPB 101061	SFLC 902109	06/06/86
101081	902128	06/10/86
101095	902142	06/10/86
101098	902145	06/13/86
101107	902154	06/03/86
101108	902155	06/13/86
101109	902156	06/06/86
101112	902159	06/13/86
101124	902170	06/13/86
101126	902172	05/22/86
101128	902174	06/13/86
101136	902182	06/04/86
101140	902186	05/20/86
101142	902188	05/27/86
101146	902192	06/06/86
101148	902194	05/20/86
101154	902200	06/04/86
101157	902203	06/10/86
101178	902224	05/20/86
101180	902226	06/13/86
101183	902229	06/04/86
101185	902231	06/13/86
101190	902236	06/10/86
101193	902239	05/22/86
101197	902242	05/16/86

STATE OF CALIFORNIA       )  
                                      ) ss:  
COUNTY OF SAN FRANCISCO )

On this 24th day of September, 1986, before me personally appeared Desmond P. Hayes, to me personally known, who being by me duly sworn says that such person is President of IteI Rail Corporation, that the foregoing Amendment No. 4 was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Ginny E. Hanger  
Notary Public

STATE OF La.       )  
                                      ) ss:  
PARISH OF Orleans )

On this 25th day of August, 1986, before me personally appeared P. A. Webb, Jr., to me personally known, who being by me duly sworn says that such person is Gen. Mgr. of New Orleans Public Belt Railroad, that the foregoing Amendment No. 4 was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Frederic E. Bullock  
Notary Public  
Notary Public

EQUIPMENT SCHEDULE NO. 1.B.

Itel Rail Corporation hereby leases the following Cars to New Orleans Public Belt Railroad subject to the terms and conditions of that certain Lease Agreement dated as of October 26, 1978.

A.A.R. Mech. Desig.	Description	Numbers	Length	Dimensions Inside		Height	Doors Width	No. of Cars
				Width				
FC	70-ton flush deck flatcars for trailer contianer service	NOPB 101051-101056, 101058-101060, 101062-101063, 101065-101080, 101082-101094, 101096-101097, 101099	89'4"	9'0"		N/A	N/A	43

ITEL RAIL CORPORATION

By: *DP Hayes*

Title: President

Date: 9/24/86

NEW ORLEANS PUBLIC BELT RAILROAD

By: *DM White*

Title: Gen. Mgr.

Date: 8/25/86

EQUIPMENT SCHEDULE NO. 2.B.

Itel Rail Corporation hereby leases the following Cars to New Orleans Public Belt Railroad subject to the terms and conditions of that certain Lease Agreement dated as of October 26, 1978.

A.A.R. Mech. Desig.	Description	Numbers	Length	Dimensions		Height	Doors Width	No. of Cars
				Inside Width				
FC	70-ton flush deck flatcars for trailer contianer service	NOPB 101100-101106, 101110-101111, 101113-101115, 101117-101123, 101125, 101127, 101129-101135, 101137-101139, 101141, 101143- 101145, 101147, 101149-101153, 101155-101156, 101158-101177, 101179, 101181- 101182, 101184, 101186-101189, 101191-101192, 101194, 101196, 101198-101199	89'4"	9'0"		N/A	N/A	77

ITEL RAIL CORPORATION

By: *DP Hayes*

Title: President

Date: 9/24/86

NEW ORLEANS PUBLIC BELT RAILROAD

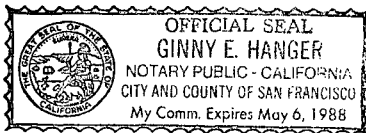
By: *John White Jr*

Title: Gen. Mgr.

Date: 8/25/86

STATE OF CALIFORNIA       )  
                                      ) ss:  
COUNTY OF SAN FRANCISCO )

On this 24th day of September, 1986, before me personally appeared Desmond P. Hayes, to me personally known, who being by me duly sworn says that such person is President of Itel Rail Corporation, that the foregoing Equipment Schedules No. 1.B. and No. 2.B. were signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Ginny E. Hanger  
Notary Public

STATE OF La       )  
PARISH OF Orleans       ) ss:

On this 25th day of August, 1986, before me personally appeared D.A. Webb, Jr., to me personally known, who being by me duly sworn says that such person is Gen. Mgr. of New Orleans Public Belt Railroad, that the foregoing Equipment Schedules No. 1.B. and No. 2.B. were signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

John P. Muller  
Notary Public  
Notary Public